MasterCard International 888 Seventh Avenue New York, NY 10106 212 649-5513

HIGHLY CONFIDENTIAL SUBJECT TO PROTECTIVE ORDER



J.W SAUNDERS

May 12, 1992

Mr. Joseph Saunders President and Chief Executive Officer Household Credit Services 1441 Schilling Place Salinas, California 93901

James N. Desrosier Vice President Advertising

Dear Joe:

This provides a copy of the storyboard for a new Gold Card TV commercial. At the Business Committee meeting in Washington last week, we told you we were about to produce two new "Master The Moment" TV commercials. The new Standard Card spot was presented and approved for production. And we said we would forward the new Gold Card spot as soon as we completed developing it.

The attached board tells the story of a working couple in their mid-thirties making plans for how to use their time off. As they consider their options, they briefly imagine what each experience would be like. Finally, they decide to do something exciting that the whole family will enjoy and remember.

This is a classic "Master The Moment" story line spot utilizing the gold puzzle mnemonic. Continuing with the brand's focus on core benefits, the strategy is to communicate Gold MasterCard's higher credit line and unbeatable acceptance. This message came across very clearly in consumer testing. Underlying this communication is the message that the consumer's dreams for themselves and their families are within their grasp. Importantly, Gold MasterCard is seen as being an integral part of making the experience happen. All of this builds up to pay off with a sense of pride and gratification that "we can and did do it."

As discussed at the Business Committee meeting, we are evaluating the acceptance claim language. We will advise you as to how we will proceed prior to the spot's airing.

We'll begin production of this commercial next week and plan to have this spot join the rotation in early June, airing through year end. Despite the agency review process now in progress, the 1992 media schedule will run as planned. This new commercial will help insure our pool is fresh and that no individual spot will wear out from over-use this year.

Please let me know if you have any questions or comments.

Best regards,

Attachment

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GOVERNMENT DEPOSITION EXHIBIT 436

ne Dag mammarskipid Plaza, New York, N. V. 10017 - 2101605 6000

Gold MasterCard "We Could" (Get Away)





Husband: Finally. A chance to get away.



ANNCR: Moments like this call for Gold MasterCard.



Wife: We could...find a romantic hotel.

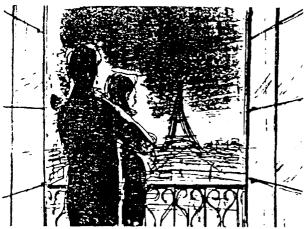


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Gold MasterCard
"We Could" (Get Away)



Husband: Yeah, in Paris.



SFX: Paris scenes.



ANNCR: It has the added credit you've earned.



One Dag Hammarskiold Plaza, New York, N.Y. 10017 - 21/21/505/8009

Gold MasterCard
"We Could" (Get Away)





Wife: We could sneak off to the beach for a few days.



Husband: Mmm, Maui.



SFX: Waves, surf. etc.



SUBJECT TO PROTECTIVE ORDER

Gold MasterCard
"We Could" (Get Away)



ANNCR: And no card is accepted in more places at home and abroad. Not American Express. Not even Visa.

(ALT COPY: And no card is accepted in more places at home and abroad than MasterCard.)



Wife: Or we could do something we'll all remember.



(Husband gives her a pleased look.)



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Gold MasterCard
"We Could" (Get Away)





SFX: Roller coaster.



ANNCR: Gold MasterCard.



MASTER THE MOMENT!

ANNCR: The best gold card to master the moment.



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Gold MasterCard
"We Could" (Get Away)





(Shot of family sharing exhilaration)

SUPER: Master the Moment.

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